

Exhibit D

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.,¹

Debtors.

Chapter 11

Case No. 01-01139 (JKF)
(Jointly Administered)

Objection Deadline:
Hearing Date: TBD only if necessary

**FEE DETAIL FOR FOLEY HOAG LLP'S MONTHLY FEE APPLICATION FOR THE
PERIOD OF MAY 1, 2006 THROUGH MAY 31, 2006**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., CPC Thomasville Corp., Gloucester New Communities Company, Inc. Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp, Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Matter 88 - Acton Site OU3**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$465.00	49.2	\$22,878.00
TOTAL				49.2	\$22,878.00

Expenses

Description	Total
Photocopies	\$143.16
Taxi Fare	\$ 17.00
TOTAL	\$160.16



Adam P. Kahn
617-832-1206
Boston

W.R. Grace & Co.

June 28, 2006
Invoice No.: 365005
Matter No.: 08743.00088

Re: Acton Site OU3

For Professional Services rendered through May 31, 2006

Fees	\$22,878.00
Disbursements	<u>160.16</u>
Total Fees and Disbursements	<u>\$23,038.16</u>

Matter No.: 08743.00088
Re: Acton Site OU3

Invoice No.: 365005
June 28, 2006
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>
05/01/06	Jaffe	Review final revised scope of work to EPA (1.3).	1.3
05/02/06	Jaffe	Review draft proposal schedule and email to team regarding same (1.1).	1.1
05/04/06	Jaffe	Review schedule for scope (0.3).	0.3
05/05/06	Jaffe	Review EPA and GeoTrans memoranda regarding discharge limits (0.9).	0.9
05/08/06	Jaffe	Review revised schedule (0.5).	0.5
05/11/06	Jaffe	Review EPA comments on revised scope and emails with team regarding same (1.1).	1.1
05/15/06	Jaffe	Team telephone conference (0.8); prepare for same and prepare for 5/16/06 meeting with EPA (1.3).	2.1
05/16/06	Jaffe	Team meeting with EPA and prepare for same (6.6).	6.6
05/17/06	Jaffe	Telephone conference with Ms. Duff and Mr. Obradovic (0.6); research regarding discharge issues (1.8).	2.4
05/18/06	Jaffe	Research regarding discharge issues and telephone conference with Ms. Johns regarding same (3.8).	3.8
05/19/06	Jaffe	Research and emails with team regarding discharge limits (2.3).	2.3
05/22/06	Jaffe	Team telephone conference with EPA and preparing for same (4.3).	4.3
05/23/06	Jaffe	Memorandum to client regarding arsenic and research for same (2.9); telephone conference with EPA and prepare for same (2.6).	5.5
05/24/06	Jaffe	Research regarding discharge limit (2.8); memorandum to team regarding same (2.1); emails with team regarding same (0.5).	5.4
05/25/06	Jaffe	Research regarding discharge limit issues and emails with team regarding same (2.7).	2.7
05/26/06	Jaffe	Research regarding discharge issue, including reviewing Treatability Report and Rhode Island Scope and emails with team regarding same (3.2).	3.2

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Matter No.: 08743.00088
Re: Acton Site OU3

Invoice No.: 365005
June 28, 2006
Page 3

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>
05/30/06	Jaffe	Research regarding discharge issues (1.6); emails with team and telephone conferences with Ms. Johns regarding same (0.6); review revised draft attachment to scope of work (0.9).	3.1
05/31/06	Jaffe	Telephone conference and email with Ms. Johns (0.5); review arsenic discharge documents (2.1).	2.6
Total Hours			49.2

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Matter No.: 08743.00088
 Re: Acton Site OU3

Invoice No.: 365005
 June 28, 2006
 Page 4

TIMEKEEPER SUMMARY

Timekeeper
 Jaffe

Hours
 49.2

Total Fees

\$22,878.00

Disbursement Summary

Date

Amount

05/31/06

In-House Photocopying

143.16

05/31/06

Taxi Fare

17.00

Total Disbursements

\$160.16

Total Fees

\$22,878.00

Total Disbursements

160.16

Total Fees and Disbursements

\$23,038.16

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**FOLEY
HOAG** LLP
ATTORNEYS AT LAW

Adam P. Kahn
617-832-1206
Boston

REMITTANCE PAGE

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W.R. Grace & Co.

June 28, 2006
Invoice No.: 365005
Matter No.: 08743.00088

Re: Acton Site OU3

Total Fees and Disbursements

\$23,038.16

Remittance Address:

Foley Hoag LLP
Box 83176
Woburn, MA 01813-3176

Fed-Ex Remittance Address:

Foley Hoag LLP
Box 83176
100 Maple Street
Stoneham, MA 02180-3125

Wire Instructions:

Citizens Bank
1 Citizens Drive
Providence, RI 02915

ABA: 011500120

Swift #: CTZIUS33

Account # 1133945993

Beneficiary: Foley Hoag LLP – Wire Receipt
Account

Reference
Information:

Client/Matter #: 08743.00088, Invoice #: 365005
Billing Attorney: Adam P. Kahn
Wire Originator: W.R. Grace & Company

Federal Tax ID: 04-215035

Matter 93 - Concord Landfill Closure**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$465.00	3.9	\$1,813.50
TOTAL				3.9	\$1,813.50



Adam P. Kahn
617-832-1206
Boston

W.R. Grace & Co.

June 28, 2006
Invoice No.: 365006
Matter No.: 08743.00093

Re: Concord Landfill Closure

For Professional Services rendered through May 31, 2006

Fees	\$1,813.50
Total Fees and Disbursements	<u>\$1,813.50</u>

Matter No.: 08743.00093
Re: Concord Landfill Closure

Invoice No.: 365006
June 28, 2006
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>
05/09/06	Jaffe	Review draft submittal to Army Corps and email to team regarding same (0.9).	0.9
05/24/06	Jaffe	Review Woodard & Curran email and emails with team regarding same (0.6).	0.6
05/26/06	Jaffe	Team telephone conference regarding permitting issues and prepare for same (2.4).	2.4
Total Hours			3.9

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Matter No.: 08743.00093
Re: Concord Landfill Closure

Invoice No.: 365006
June 28, 2006
Page 3

TIMEKEEPER SUMMARY

Timekeeper
Jaffe

Hours
3.9

Total Fees **\$1,813.50**

Total Fees **\$1,813.50**
Total Fees and Disbursements **\$1,813.50**

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W.R. Grace & Co.

June 28, 2006
Invoice No.: 365006
Matter No.: 08743.00093

Re: Concord Landfill Closure

Total Fees and Disbursements

\$1,813.50

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Information:

Client/Matter #: 08743.00093, Invoice #: 365006

Billing Attorney: Adam P. Kahn

Wire Originator: W.R. Grace & Company

Federal Tax ID: 04-215035

Matter 100 - Woburn Lease Environmental Issues**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$465.00	7.0	\$3,255.00
TOTAL				7.0	\$3,255.00



**FOLEY
HOAG** LLP
ATTORNEYS AT LAW

Adam P. Kahn
617-832-1206
Boston

W.R. Grace & Co.

June 28, 2006
Invoice No.: 365007
Matter No.: 08743.00100

Re: Woburn Lease Environmental Issues

For Professional Services rendered through May 31, 2006

Fees	\$3,255.00
Total Fees and Disbursements	<u>\$3,255.00</u>

Matter No.: 08743.00100
 Re: Woburn Lease Environmental Issues

Invoice No.: 365007
 June 28, 2006
 Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>
05/04/06	Jaffe	Review draft agreement between Decathlon and EPA (1.0); telephone conference with Mr. Child regarding same (0.2).	1.2
05/08/06	Jaffe	Telephone conference with Ms. Johns (0.3); emails with team (0.3).	0.6
05/09/06	Jaffe	Email with Ms. Johns (0.2).	0.2
05/10/06	Jaffe	Review Woodard & Curran revised PCB submittals (1.1).	1.1
05/11/06	Jaffe	Emails with team regarding PCB issues (0.4).	0.4
05/12/06	Jaffe	Emails from team regarding PCB issues (0.4).	0.4
05/15/06	Jaffe	Telephone conference with Mr. Child (0.6); emails with team regarding prospective lessee agreement (0.7); review final PCB submittal to EPA (0.3).	1.6
05/16/06	Jaffe	Review lease and emails with team regarding same (0.6).	0.6
05/17/06	Jaffe	Emails with team regarding Decathlon obligations (0.9).	0.9
Total Hours			7.0

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Matter No.: 08743.00100
Re: Woburn Lease Environmental Issues

Invoice No.: 365007
June 28, 2006
Page 3

TIMEKEEPER SUMMARY

Timekeeper
Jaffe

Hours
7.0

Total Fees

\$3,255.00

Total Fees

\$3,255.00

Total Fees and Disbursements

\$3,255.00

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**FOLEY
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ATTORNEYS AT LAW

Adam P. Kahn
617-832-1206
Boston

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W.R. Grace & Co.

June 28, 2006
Invoice No.: 365007
Matter No.: 08743.00100

Re: Woburn Lease Environmental Issues

Total Fees and Disbursements

\$3,255.00

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Foley Hoag LLP
Box 83176
Woburn, MA 01813-3176

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Billing Attorney: Adam P. Kahn
Wire Originator: W.R. Grace & Company

Federal Tax ID: 04-215035

Matter 101 - Bankruptcy Matters**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Adam P. Kahn	Partner	Environmental	\$450.00	0.5	\$ 225.00
Elizabeth A. Rice	Paralegal	Bankruptcy	\$175.00	1.0	\$ 175.00
TOTAL				1.5	\$ 400.00

Expenses

Description	Total
Photocopies	\$ 59.04
TOTAL	\$ 59.04



**FOLEY
HOAG** LLP
ATTORNEYS AT LAW

Adam P. Kahn
617-832-1206
Boston

W.R. Grace & Co.

June 28, 2006
Invoice No.: 365008
Matter No.: 08743.00101

Re: Bankruptcy Matters

For Professional Services rendered through May 31, 2006

Fees	\$400.00
Disbursements	<u>59.04</u>
Total Fees and Disbursements	<u>\$459.04</u>

Matter No.: 08743.00101
Re: Bankruptcy Matters

Invoice No.: 365008
June 28, 2006
Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Narrative</u>	<u>Hours</u>
05/05/06	Kahn	Review and revise quarterly filing (0.5).	0.5
05/05/06	Rice	Review quarterly fee application (1.5).	1.0
Total Hours			1.5

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Matter No.: 08743.00101
Re: Bankruptcy Matters

Invoice No.: 365008
June 28, 2006
Page 3

TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>
Kahn	0.5
Rice	1.0

Total Fees	\$400.00
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Disbursement Summary

<u>Date</u>		<u>Amount</u>
05/31/06	In-House Photocopying	59.04

Total Disbursements	\$59.04
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Total Fees	\$400.00
Total Disbursements	<u>59.04</u>
Total Fees and Disbursements	<u>\$459.04</u>

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**FOLEY
HOAG** LLP
ATTORNEYS AT LAW

Adam P. Kahn
617-832-1206
Boston

REMITTANCE PAGE

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W.R. Grace & Co.

June 28, 2006
Invoice No.: 365008
Matter No.: 08743.00101

Re: Bankruptcy Matters

Total Fees and Disbursements

\$459.04

Remittance Address:

Foley Hoag LLP
Box 83176
Woburn, MA 01813-3176

Fed-Ex Remittance Address:

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ABA: 011500120

Swift #: CTZIUS33

Account # 1133945993

Beneficiary: Foley Hoag LLP – Wire Receipt
Account

Reference
Information:

Client/Matter #: 08743.00101, Invoice #: 365008
Billing Attorney: Adam P. Kahn
Wire Originator: W.R. Grace & Company

Federal Tax ID: 04-215035